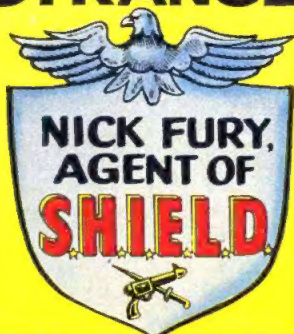




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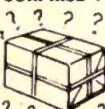
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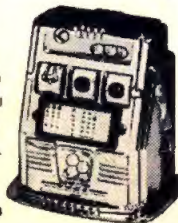
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6 Rolls Film 98c



6 FT. TALL

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It bounces cockeyed, it curves, it dips, it's impossible to catch. It's sure to set all the kids on the block spinning after it. There's a barrel of fun in every bounce.

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NICK FURY, AGENT OF S.H.I.E.L.D.!
SUPREME HEADQUARTERS INTERNATIONAL ESPIONAGE LAW-ENFORCEMENT DIVISION

**"BEWARE...THE DEADLY
DREADNOUGHT!"**

**OUR STULTILOQUENT
SAGA SO FAR:**

THE MYSTERIOUS SUPREME
HYDRA HAS ASSUMED THE IDENTITY
OF A SHIELD AGENT NAMED
BRONSON...AND MADE HIMSELF
A HERO IN THE EYES OF NICK
FURY HIMSELF! AND IF THAT
DOESN'T CLUE YOU IN THAT
SHIELD IS IN FOR TROUBLE,
WE'RE GOIN' BACK TO PUB-
LISHING FUNNY-
ANIMAL BOOKS!

YA MEAN THIS
NUTTY GIZMO'S GONNA
TELL YA WHO SUPREME
HYDRA REALLY IS...
AS SOON AS THE SCIENCE
BOYS FINISH FEEDIN' IT
ALL THE INFO WE
GOT ON 'IM?

HOW CAN IT...
WHEN ALL THE PHOTOS
WE GOT ARE SHOTS
OF HIM DISGUISED AS
DON CABALLERO?

LEAVE THE
THINKIN' TO
AUTOFAC!
YA OL' GOAT...
THAT'S WHAT
IT'S HERE
FOR!

BUT, AREN'T YOU IN
DANGER OF ATTACK
BY HYDRA...AS LONG
AS I'M ON BOARD?

AND NOW, LET'S WE FORGET: MEET
AUTOFAC (ANALYTICAL UNIT FOR
TABULATION OF ORIGIN FACTORS
AND COMPUTATION)...THE LATEST
AND HOPEFULLY GREATEST WEAPON
IN SHIELD'S ARSENAL AGAINST THE
HYDRA HORDES WHO SEEK TO
DOMINATE THE WORLD! WHAT'S IT
DO? READ ON, MARVELITE...

**A
MAJESTIC MARVEL
MASTERWORK!**

EDITED BY:
STAN LEE
SCRIPTED BY:
ROY THOMAS
PLOTTED AND DRAWN BY:
JIM STERANKO
LETTERED BY:
SAM ROSEN

**DON'T YIELD!
BACK WHAT'S ITS NAME!**

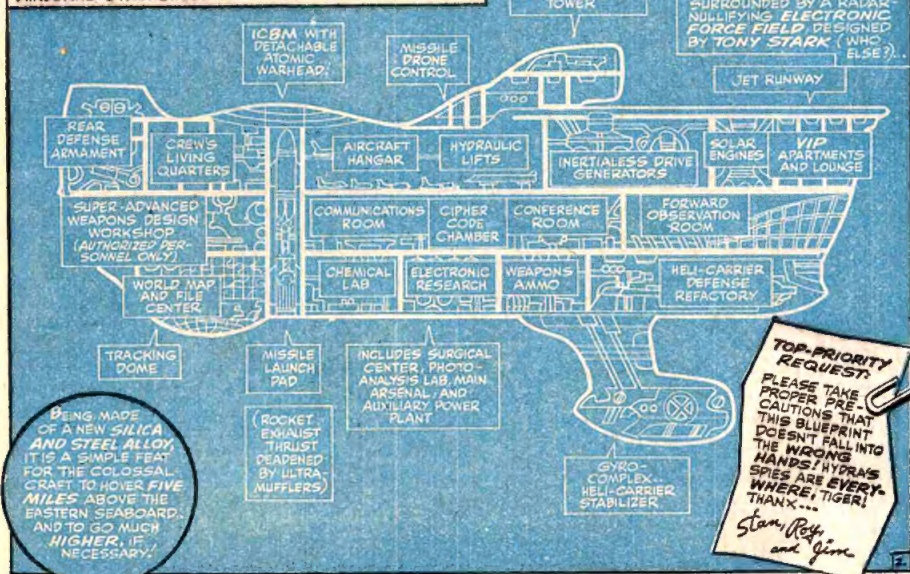
LADY, HYDRA'S
GOT A LOT MORE AGAINST
SHIELD THAN JUST THE FACT THAT WE'RE PRO-
TECTIN' THE DAUGHTER OF ITS FIRST LEADER!

ALL THE SAME
COLONEL, I
SUGGEST WE
RE-LOCATE
MISS BROWN
AS SOON AS
POSSIBLE.

AS YOU
KNOW,
THERE'S
ALREADY
BEEN ONE
ATTEMPT ON
HER LIFE!



AND NOW, FOR THOSE FRANTIC ONES WHO HAVE NEVER BEEN FORTUNATE ENOUGH TO TAKE A HELI-CARRIER EXCURSION, JAUNTY JIM STERANKO HAS THOUGHTFULLY DRAWN A CROSS-SECTION CUTAWAY OF SHIELD'S AWESOME AIRBORNE STRONGHOLD...



BUT NOW, IT'S
PLOT TIME AGAIN...
AND, AS AUTOPAC
GOES THROUGH
THE FINAL STAGES
OF PREPARATION,
NICK FURY PAYS
AN OVERDUE VISIT
TO SHIELD'S
PERSONAL
EFFECTS
DEPARTMENT...

HOW'S TRICKS, BOOTHROYD? I
DUM DUM TELLS ME YOU GOT
SOME NEW CIVVIES YOU
WANNA TRY OUT ON ME!

I CAN USE 'EM! MY LAST
RUN-IN WITH SUPREME
HYDRA, I BLAMED NEAR
CAME HOME IN A
BARREL!

AH, YES... I HEARD
ABOUT THAT SMASHING
ENCOUNTER! *

A FITTY, ACTUALLY! NOW,
HYDRA WILL BE ABLE TO
DUPLICATE SOME OF OUR
MOST INGENUOUS
DEVICES!

AH, WELL!
WELL!
ALL THAT! IF YOU
WILL, COLONEL!

* SO DID EVERYBODY WHO
READ STRANGE TALES
151-152!
STOOL-PIGEON STAN.

THEN, AS THE SHIELD RAM-
ROD DOES A WAITING
SUIT...

EXQUISITE FIT,
IF I MAY SAY SO, SIR,
AND, THE MATERIAL IS
MORE PERFECTLY
BULLETPROOF AND
FLAMEPROOF THAN
EVER!

THE SHIRT'S BUTTONS,
BY THE WAY, CONTAIN A
NEW SYNTHETIC COM-
POUND... AND, WHEN
SWALLOWED,
WILL SUPPLY
FIVE
MINUTES
OF OXYGEN!

AND NOW,
COLONEL,
THIS
PEN...

SORRY, BOOTH-
ROYD, I AIN'T IN
THE MOOD TO SIGN
AUTOGRAPHS!

AH, I SEE YOUR SENSE
OF HUMOR IS STILL
INTACT, SIR! THAT'S AN
EAVESDROPPER PEN...
IT MAGNIFIES SOUND WAVES
A HUNDRED FOLD
WHEN USED PROPERLY!

AS FOR THE CUFF LINK
YOU'RE ADJUSTING, IT'S
ONE OF A PAIR OF
ELECTRONIC
ABSORBERS!

YA
DON'T
SAY!

THE RIGHT CUFF LINK IS
AN IONIC DE-GENERATOR!
WHEN COUPLED WITH THE
OTHER... A MINIATURE
ATOMIC BATTERY... IT
DISPENSES LARGE AMOUNTS
OF HIGH VOLTAGE!

AND EACH OF THOSE
CIGARETTES CONTAINS
CHEMICAL SUBSTANCES
USEFUL IN ANY NUMBER
OF DIRE EMERGENCIES!

OH WELL, I CAN
ALWAYS TAKE UP
SHOKIN' A PIPE!

THIS REPULSOR WATCH
IS OUR PRIDE AND JOY!
JUST PRESS THE STEM,
AND IT EMITS A STREAM
OF NEGATIVE MAGNET-
IC ENERGY--USEFUL
FOR DODGING BULLETS
AND THE LIKE!

JUST ONE
THING,
COLONEL!
IF YOU NEED
TO KNOW THE
TIME...

YEAH, I,
KNOW, I'LL
ASK
MICKEY
MOUSE!

THIS RING I THINK I CAN
FIGURE OUT FER MYSELF! I
GOT ME A HUNCH IT'S THE
DEADLIEST GIZMO OF ALL!

QUITE SO, SIR,
AS YOU GUESSED!

IT DOES INDEED
CONTAIN AN AUTO-
DESTRUCT MECHAN-
ISM... JUST IN
CASE!

YEAH...
JUST IN CASE!

WITH MY
LUCK, IT'LL
PROBABLY
ALSO TURN
MY BLASTED
FINGER
GREEN!

THIS BELT LOOKS
LIKE THE LAST OF
VER LITTLE SUR-
PRISES!

A MOST BASIC ONE,
SIR! IT HOLDS UP
YOUR PANTS!

ONE FINAL WORD, COLONEL...
WE'D APPRECIATE IT IF YOU COUL-
D, ER, TAKE SLIGHTLY BETTER CARE
OF THIS SUIT THAN YOUR
PREVIOUS ONE!

SORRY ABOUT
THAT, BOOTHROYD!

NEXT TIME I SEE SUPREME
HYDRA, MEBBE I CAN GIT 'EM
TO PRESS THE OLD ONE, AN'
MAIL IT BACK TO YA!

BUT, THE POWER-MAD PUNDIT OF WHOM NICK FURY SPEAKS IS MUCH, MUCH NEARER THAN THE DIRECTOR OF SHIELD SUSPECTS! FOR, AT THIS PRECISE INSTANT... ELSEWHERE IN THE IMMENSE HELI-CARRIER, A SINISTER CALL GOES OUT... AND FROM A HIDDEN SUBTERRANEAN COMPLEX ON EARTH COMES THE OMINOUS ANSWER...

AND, A SPLIT SECOND LATER, SEISMOGRAPHS ON THE EASTERN SEABOARD REGISTER A MILD TREMOR... AS A DEADLY ENGINE OF DESTRUCTION ZOOMS TOWARDS THE SHIELD BASE...

CALLING HYDRA HQ EASTAMERICA! STAND BY TO RECEIVE ORDERS! THIS IS SUPREME HYDRA!

HYDRA HQ EAST-AMERICA HERE! YOUR COMMUNI-BEAM HAS ALLOWED US TO PINPOINT THE HELI-CARRIER'S PRECISE LOCATION!

WE STAND ON THE BRINK OF OUR DESTINY! THE SPOILS OF VICTORY SHALL SOON BE OURS!

AND NOW...EXECUTE PLAN D!

THE TIME HAS COME FOR... THE DREADNOUGHT!

AT THE PULL OF THIS SWITCH, MASTER, THE DREAD-NOUGHT WILL STRIKE... AND SHIELD'S FATE WILL BE SEALED!

HAIL HYDRA!

THE MOMENT OF MY ULTIMATE TRIUMPH DRAWS EVER NEARER... THE MOMENT WHEN THE BELL OF DEATH SHALL TOLL FOR... NICK FURY!

THEN, IN HYDRA HQ, EVEN AS THE HURLING FORM STREAKS UPWARDS, A BLOOD-CHILLING RITUAL IS RE-ENACTED...

HAIL HYDRA! IMMORTAL HYDRA! WE SHALL NEVER BE DESTROYED!

CUT OFF A LIMB, AND TWO MORE SHALL TAKE ITS PLACE!

WE SERVE NONE BUT THE MASTER... AS THE WORLD SHALL SOON SERVE US! HAIL HYDRA!

MEANWHILE, THE UNSUSPECTING DIRECTOR OF SHIELD MOMENTARILY HAS OTHER, LESS EARTH-SHAKING MATTERS ON HIS MIND...

HMMM! YER GITTING A LITTLE SNOW AROUND THE TEMPLES, FURY, OLD MAN!

WELL, IT FIGGERS! YA BEEN FIGHTIN' ONE KINDA WAR OR ANOTHER EVER SINCE YOU WUZ A KID IN HELL'S KITCHEN! AN' THAT WUZ A LONG TIME AGO!

WHICH IS SOME-THIN' TO REMEMBER IF YA EVER START THINKIN' SERIOUS ABOUT LITTLE MISS HYDRA!

MAYBE IT'S TIME SOME YOUNG BLOOD TOOK OVER SOMEA THE ROUGHER JOBS...

HOWEVER, AS FURY BEGINS TO WALK TOWARDS THE CHAMBER WHERE AUTOFACT IS BEING READED, HE CANNOT KNOW THAT HIS THOUGHTS ARE ABOUT TO BE CUT SHORT...

TWO SECONDS TO IMPACT! ONE SECOND... NOW!!

CONTINUED AFTER NEXT PAGE

NUTTY NOTES AND NONSENSICAL NAME-DROPPING, FEATURING NATURALLY NON-ESSENTIAL NEWS OF THE NATION'S TOP NON-ENTITIES!

ITEM: Boy, are we frustrated! Our printer just called to say he has to have this Bullpen Bulletin page on the presses by tonight! And this is the week our Marvel Super-Heroes TV show goes on the air—which means we won't receive your letters of comment for another few days! Therefore, we can't print a summary of all your opulent opinions until our next B.B. page! Although we may manage to squeeze a mention or two in some of our Letters Pages—'cause they go to the printer a few days later. Anyway, by next ish we'll have everything all straightened out (at least, as straightened out as we can ever have things!)—so, till then, let's go on to our other items of earth-shaking concern—

ITEM: The big talk around the Bullpen these days concerns Marvel-ous MARIE SEVERIN, who's just taken over the illustrating chores on the Doc Strange strip. The wistful Miss Severin has been keeping us in stitches for years with the hilarious cartoons she whips up whenever no one's looking—but it never occurred to us (or to her) that she could also draw a sensational serious strip—never, that is, until Our Leader asked her to take a whack at Doc Strange, because WILD BILL EVERETT wanted to devote himself full time to his beloved Sub-Mariner. Well, the rest is history. This gal is gonna be one of the greatest! (We're not sure about the greatest what—but why be picky?) And to anticipate your question, the answer is "yes"—she's the sister of talented JOHN SEVERIN, who illustrated our Agent of Shield story about a year ago. Anyway, we know you'll enjoy watching her achieve real Marvel stardom as the months go by—and, take it from us—it couldn't happen to a nicer gal!

ITEM: We'll award a pocket-sized, portable, ten-transistor no-prize to any True Believer who can name a feature in any comics magazine which has had more artists handling it than the happy-go-lucky Hulk! We can name at least six stalwarts who've tackled the illustrating chores in just the past few years—and knowing how blechhh our memories are, we're sure that you can name a lot more! However, it's just barely possible that we've come up with the perfect choice for ol' Green Skin in the person of GIL (Sugar) KANE! We're not really sure what makes his version of everybody's favorite monster so appealing, unless it could be those gamma ray treatments we've been forcing him to undergo! Anyway, we're trying to chain him to the drawing board, and if we succeed, it seems as though ol' Torn Pants will have his own steady artist at last!

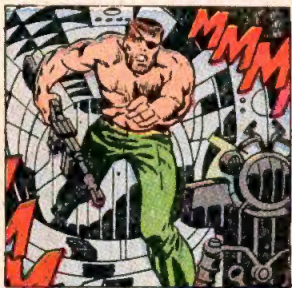
ITEM: Unless we figure out what to do about it real fast, it looks like the FANTASTIC FOUR are gonna have the biggest cast of characters in super-hero history! What with the six most famous Inhumans now being free—not counting their dog, Lockjaw—and the Silver Surfer still making the scene, as well as the Black Panther, Wyatt Wingfoot, the Wizard, Sandman, Alicia—and don't forget the original four members of the F.F.—or the ever-delightful

Doc Doom—all we can say is: Hoon boy! (And, imagine if we had to feature the Yancy Street Gang regularly, too!—There are dozens of 'em!) Now do you see why poor Stan and Jack even have trouble remembering their own names sometimes?

ITEM: Who says this isn't the Marvel Age of Rapid Advancement? Didja notice that RASCALLY ROY THOMAS is now scripting four features each month? (And, it seems like only yesterday that SMILIN' STAN was telling him what all those little buttons on the typewriter were there for!) Hard-working Roy is busily putting words in the mouths of The X-MEN, SGT. FURY, the AVENGERS, and S.H.I.E.L.D.! But, here's the payoff—Roy was originally supposed to lighten the work load for poor Smiley; but now that the Rascally One is so busy, we hadda hire another budding Shakespeare to take the pressure off him! So, let's hear it for GARY FREERICH, whom we snatched away from an editorial job on a Midwest newspaper to help bring culture and enlightenment (Marvel style!) to all you Keepers of the Flame!—Pretty soon, we'll hadda start issuing score cards so you'll know who's who—and then maybe you'll be able to tell us!

ITEM: We just hadda mention it on the Bullpen page—lest any card-carrying MMMS-er overlook the newest Marvel title amidst the multitudinous melange of mundane mags currently flooding the nation's newsstands. Yap, for those of you who have already discovered it, we're blowing our own horn about... THE GHOST RIDER, latest addition to our litin' Western lineup. So, those of you who flip for KID COLT OUTLAW... THE RAWHIDE KID... and THE TWO GUN KID... can now add another title to that lustrous list of saddle-sore sagas! (We do publish the three Western titles listed above, don't we? It would be kinda embarrassing if one of 'em belonged to Brand Echh! Oh well...—!)

ITEM: Before we forget, we wanna wish you the best of everything for this holiday season. May you have good luck, good health, and a good sense of humor—if you do, everything else will take care of itself! So stay happy, and be good to each other. Who knows? It could become contagious!—Nuff said!



THE MIGHTY MARVEL CHECKLIST

Marvel-ous Mags On Sale Right Now!

FANTASTIC FOUR #60: The Inhumans are free! Dr. Doom and the F.F. fight it out to the most exciting finish you've ever read! Plus... the Silver Surfer! Only 12¢! How do we do it?

SPIDER-MAN #46: A brand new super-villain for Spidey—plus a new apartment—a separation from Aunt May—the return of Patch—and enough surprises to knock you out of your tree!

AVENGERS #37: The Avengers polish off the Ultronids—only to run smack dab into the even mightier menace of... Ixar the Incredible! And wait'll you see Wanda and Pietro in action once more!

X-MEN #29: The Mimic vs. the Super-Adaptoid! It's like the X-Men and the Avengers all rolled into one powerhouse package! Adventureland will never be the same again!

DAREDEVIL #25: The most unexpected development of all—DD introduces his "twin brother" to Karen and Foggy! And—wait'll you see his battle with the Leap-Frog! It's a sensation!

THOR #137: Never has Asgard faced a greater danger than—the Troll! And, never has Thor faced a more monstrous Troll than Ulrik—while Sif is taken from him!

SUSPENSE #87: Iron Man faces one of the most macabre villains of all time—the Mole Man—as ol' Shell-Head has his most glorious failure! Meanwhile, Captain America has the fight of his life—or is it, his death?

ASTONISH #89: Never has the Sub-Mariner scored a more daringly different victory! But, the Hulk is forced to battle the most powerful foe of all—the unearthly Stranger!

SGT. FURY #39: The Nazis have a new super-weapon which may turn the tide of battle, and it's up to Nick and his howlin' heroes to destroy it—while Dino Manelli's combat career hangs in the balance!

MARVEL COLLECTORS' ITEM CLASSICS #7: The fabulous Fantastic Four! The invincible Iron Man! The dynamic Dr. Strange! The Incredible Hulk! Never before have so many fans received so much for so little!

FANTASY MASTERPIECES #7: The original Human Torch and Sub-Mariner—plus more Golden Age goodies with the one and only Captain America! And, just for good measure, three far-out fantasy favorites!

MARVEL TALES #7: Spidey—Thor—the Human Torch—and the wistful, wonderful Wasp! All in one mag—the biggest bargain since the Oklahoma Land Rush!



Let's meet 26 more M.M.M.S. members!

Gary Goddard
Santa Barbara, Calif.
Rickey Frizzell
Hendersonville, Tenn.

Michael Hare
Baltimore, Md.
Dana L. Lisle
Columbus, Ohio
Jimmy Batten
Bronx, N. Y.
Jeffrey Kapka
Utica, N. Y.

Marc Baraban
Kansas City, Mo.
Susan Brown
Sarasota, Fla.
Paul Moughlin
Boston, Mass.
James B. Lewis
Phila., Pa.

Bill Purviance
Clinton, Miss.
Gregory Price
Hillsdale, N. J.
Bob Keitenbach
Dallas, Tex.
Joey Montoya
Paramount, Cal.

Mike Howell
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D. Catena
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Bonnie Magness
Guldford, Conn.
Jack Alderfer
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[illegible]

**If you are
a boy
12 or older**

THE NEXT INSTANT, THE VELL-CARRIER ITSELF IS ELECTRIFYINGLY JOLTED... AS, AMIDST AN EAR-SHATTERING CRASH, A MASSIVE, NIGHT-MARISH FORM BURSTS THROUGH THE METALLIC HULL...

I HAVE COME FOR YOU, NICK FURY!

MEN CALL ME THE DREAMWRIGHT... BUT YOU MAY CALL ME... DEATH!!



WHAT IN BLUE BLAZES...? IT'S SOME KINDA ROBOT... AND IT MUST BE EIGHT FEET TALL!

THE BLAMED THING TORE THROUGH THE SIDES OF THE SHIP LIKE THEY WERE MADE OF SO MUCH *TISSUE PAPER!*

AND...IT SOUNDS LIKE IT PLANS TO DO THE SAME WITH ME!

THEN, EVEN AS THE MECHANICAL ROBOT REPAIR RATS RUSH TO RE-CONSTRUCT THE TORN HULL...AND THE DE-PRESSURIZING CABIN IS AUTOMATICALLY SEALED OFF FROM THE REST OF THE SHIP...NICK FURY TAKES ACTION...

OXYGEN'S...GITTIN' THIN!
BUT, A COUPLE'A THESE
BUTTONS OUGHTTA KEEP
ME GOIN' FER A WHILE...

...AT LEAST, TILL I
FIND OUT WHAT IN
SAM HILL'S GOIN'
ON AROUND HERE!

I SHALL ALLOW YOU TO
CONSUME THE TABLETS,
MORTAL...FOR, IT IS
HYDRA'S WISH THAT
YOU DIE BY MY HAND!

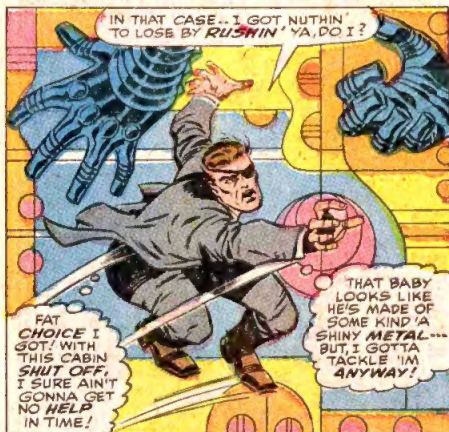
AND, NO ONE...OR
NO THING...SHALL
PREVENT YOUR
COMPLETE AND
UTTER
DESTRUCTION!



IN THAT CASE...I GOT NUTHIN'
TO LOSE BY *RUSHIN'* YA, DO I?

FAT
CHOICE I
GOT! WITH
THIS CABIN
SHUT OFF,
I SURE AIN'T
GONNA GET
NO HELP
IN TIME!

THAT BABY
LOOKS LIKE
HE'S MADE OF
SOME KIND'A
SHINY METAL...
BUT, I GOTTA
TACKLE 'IM
ANYWAY!



BAH! IS
THAT THE
EXTENT OF
YOUR
FEEBLE
STRENGTH?

THWAK!

IT... WAS LIKE HITTIN'
A CRUMMY BRICK
WALL! HE MUST
WEIGH A BLASTED
TON!



AND NOW,
NICK FURY,
I SENTENCE
YOU TO...
DEATH!

DEATH...
BY MEANS
OF A STREAM
OF LIQUID
FIRE AT
3500°
CENTI-
GRADE!

WOOSH!

NEVER MIND THE FANCY
FIGURES, CREEP! YA
MISSED ME
ALREADY!

LEAVE IT
TO A HAMBONE
LIKE SUPREME
HYDRA TO COME
UP WITH A ROBOT
WHO'S A ONE-
MAN WALKIE-
TALKIE!



THAT CIGAR I JUST
THREW WAS LABELED
CARBON DIOXIDE!
THAT OUGHTTA
SMOTHER THEM
FLAMES!

WELL, WADDAYA
KNOW IT WORKED!

YOU HAVE ESCAPED
ONE FATE... ONLY
TO MEET
ANOTHER!

FOR NOTHING
CAN STOP
THE DARTS
OF DOOM!

ZIK

ZIK

ZIK

LUCKY I SAW
I'M RAISE HIS
ARMS, AN
GUESSED WHAT
HE WUZ UP TO!

OTHERWISE, I
WOULD'A NEVER
HAD TIME TO
SWITCH ON THIS
WATCH

KLIK!

...AN SEE IF IT
REALLY WORKS AS
A MAGNETIC
REPULSOR!

WHEW!
JUST IN
TIME,
TOO!

ANOTHER SECOND,
AN' IT WOULD'A
BEEN NICK FURY,
THE WALKIN'
PIN-CUSHION!

UH OH... NOW
WHAT'S IT TRYIN'
TO DO?

SPARKS -SHOOT
IN! OUTTA ITS
HEAD...! IT MUST
BE PLANNIN' TO
ELECTROCUTE
ME!

BUT FROM
THE LOOKS
OF THINGS
IT'S TAKIN'
A FEW
SECONDS TO
BUILD UP A
CHARGE!

ONLY ONE
CHANCE!
I GOTTA
YANK OUT
THESE
GIMMICKED-
UP CUFF
LINKS...

THE RIGHT ONE
GOES INTO THE
LEFT ONE... I
THINK!

IF I GET 'EM
BACKWARDS, I'M
LIABLE TO SAVE THE
ROBOT A LOTTA TROUBLE!

WELL, THEY'RE
HOOKED UP...
BUT, THEY AIN'T
GONNA DO ME NO
GOOD JUST
STANDIN'
HERE!

LOOKS
LIKE IT'S
NOW...
OR
NEVER!
IT!

THEN, MOVING WITH A SPEED BORN OF
YEARS OF COMMANDO TRAINING, NICK
FURY LEAPS AT HIS METALLIC FOE. AND...

EXPLOSION EVEN THROUGH
MY SILICA-AND-STEEL JACKET,
I'M GITTIN' ENOUGH VOLTAGE TO
KNOCK OVER A HORSE!

IF ONLY... I CAN
HOLD ON... TILL
THE ELECTRONIC
ABSORBER DOES
ITS JOB!

IT'S GOTTA BE WORKIN'!
I DRAINED OFF ENUFF
STRENGTH SO'S I COULD
EVEN KNOCK THE ROBOT
OFF ITS FEET!

ZIPK!

ENJOY YOUR
BRIEF TRIUMPH
WHILE YOU MAY,
HUMAN!

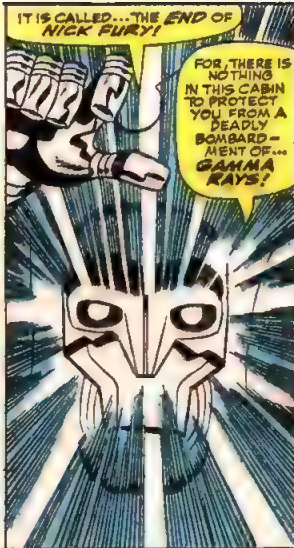
FOR, WITHIN
MOMENTS, I SHALL
RISE... AND YOU
HAVE EXHAUSTED
VIRTUALLY ALL YOUR
DEFENSES!



HAMM...I DUNNO
HOW HE KNOWS
IT, BUT HE'S
RIGHT! I'M
NEARLY OUTTA
GIMMICKS I
CAN USE AS
WEAPONS!

ABOUT ALL I
CAN DO...IS GO
DOWN FIGHTIN'
...AND TRY TO
GAIN SOME TIME
FOR DUM DUM
AN' THE OTHERS!

OKAY, TIN MAN...
WHAT'S THE NAME
OF YER NEXT
LITTLE GAME?



IT IS CALLED...THE END OF
NICK FURY!

FOR, THERE IS
NOTHING
IN THIS CABIN
TO PROTECT
YOU FROM A
DEADLY
BOMBARD-
MENT OF...
GAMMA
RAYS!



AND, WHEN YOUR LIFELESS
BODY IS ON THE CABIN FLOOR,
I SHALL DEAL WITH THE REST
OF SHIELD!

UHHN
GAMMA RAYS
GON' THROUGH
ME LIKE
RAYS

ANOTHER
FEW
SECONDS
AND I'LL BE
FINISHED...
FOR GOOD!



BUT, AS THE
LIFE OF THEIR
CHIEF HANGS
BY THE BARBET
OF THREADS,
LET'S PAY A
BRIEF VISIT TO
THE SHIELD
INFIRMARY...
AND THREE OF
NICK FURY'S
CLOSEST
FRIENDS...

SO, DUM DUM...WE'VE BEEN
FRIENDS FOR TWENTY
YEARS, AND YOU NEVER
TOLD ME YOUR REAL NAME
WAS TIMOTHY ALOYSIUS
CADWALLADER
DUGAN!

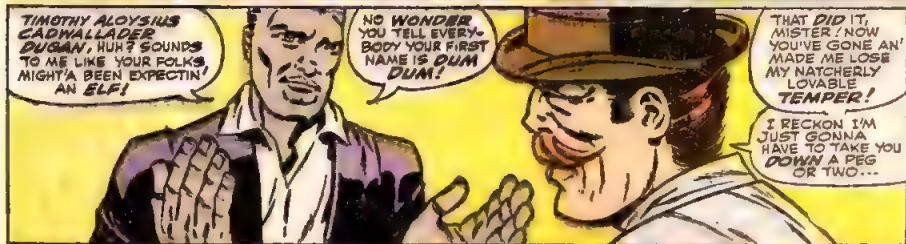
I HAD TO FIND IT OUT
FROM YOUR PRO-
GRESS CHART!

LISTEN, JONES...THE LAST BOZO THAT
KIPPED ME ABOUT MY MONICKER'S STILL ON
THE CRITICAL LIST BACK IN BOSTON,
MASS!

YER MY WITNESS,
SITWELL...I
WARNED 'IM!

SORRY, GENTLEMEN,
BUT I'M BUSY
PLANNING MISS
BROWN'S TRANS-
FER ROUTE!

YOU'LL HAVE TO
SETTLE YOUR
DIFFERENCES
BY YOUR-
SELVES!

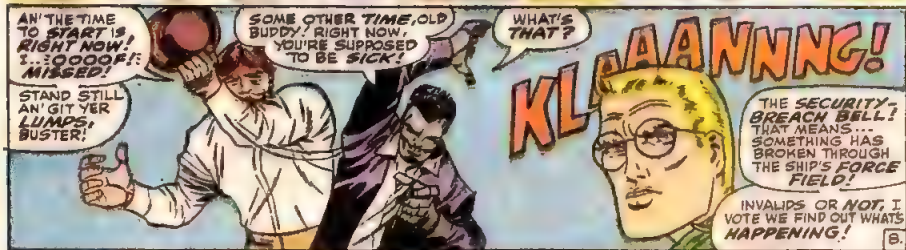


TIMOTHY ALOYSIUS
CADWALLADER
DUGAN, HUH? SOUNDS
TO ME LIKE YOUR FOLKS
MIGHT'VE BEEN EXPECTIN'
AN ELF!

NO WONDER
YOU TELL EVERY-
BODY YOUR FIRST
NAME IS DUM
DUM!

THAT DID IT,
MISTER! NOW
YOU'VE GONE AN'
MADE ME LOSE
MY NATCHERLY
LOVABLE
TEMPER!

I RECKON I'M
JUST GONNA
HAVE TO TAKE YOU
DOWN A PEG
OR TWO...



AN' THE TIME
TO START IS
RIGHT NOW!
I...OOOOOF!
MISSED!

STAND STILL,
AN' GIT YER
LUMPS,
BUSTER!

SOME OTHER TIME, OLD
BUDDY! RIGHT NOW,
YOU'RE SUPPOSED
TO BE SICK!

WHAT'S
THAT?

KLAAANNING!

THE SECURITY-
BREACH BELL!
THAT MEANS
SOMETHING HAS
BROKEN THROUGH
THE SHIP'S FORCE
FIELD!

INVALIDS OR NOT, I
VOTE WE FIND OUT WHAT'S
HAPPENING!

B.

CONTINUED AFTER NEXT PAGE



Second Chance for **HIGH SCHOOL** *Drop-Outs to get* **DIPLOMAS**

**FREE Booklet gives you all the facts
on this easier, modern way to finish
high school at home... in spare time**

Now you don't have to go back to school! Instead school comes to you.

Here's an easier, modern way for anyone over 17 to finish high school at home — with just a few hours a week of spare-time study.

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for your free Booklet**

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High school graduates move ahead faster in their work. They get first crack at the interesting jobs. And they move in social circles that are closed to the person who dropped out of school.

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Send for Academy's FREE booklet. It tells you the whole story of this time-saving way to earn your high school diploma . . . and the better life that goes with it!

Discover how you can finish high school in less time than you ever dreamed! Fill out and mail the coupon below. There's no cost, no obligation. Mail it TODAY!

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Please rush your FREE illustrated booklet on your easier, spare-time, home-study plan to finish high school. No cost and no obligation.



Name _____ Age _____

Address _____

City & State _____

County _____ Zip No. _____

AT THAT SAME INSTANT, ELSE-
WHERE IN THE IMMENSE
Heli-CARRIER...

I MUST GAIN
ACCESS TO
AUTOFAC...
TO SEE IF MY
WORST
SUSPICIONS
ARE FOUNDED!

WITHOUT
PROOF, NO
ONE WOULD
BELIEVE THEM...
NOT FROM THE
DAUGHTER OF
THE FIRST
SUPREME
HYDRA!

HALT! ONLY A-J
PRIORITY PERSONNEL
ARE PERMITTED
BEYOND THIS
POINT!

DON'T
HAVE
CLEARANCE!
MUST BLUFF
MY WAY
THROUGH!

STAND ASIDE GUARD! I'M
ON AN ERRAND... FOR
COLONEL
FURY!

ER...
SORRY,
MISS
BROWN!

I DIDN'T
RECOGNIZE
YOU FOR A
MOMENT!

THE COLONEL LEFT HIS
CIGARS INSIDE... I
PROMISED TO
BRING THEM
TO HIM!

WELL, SINCE
YOU WERE
HERE BEFORE...

I SUPPOSE
IT WILL BE
ALL RIGHT!

AND, AS LAURA ENTERS
THE AUTOFAC CHAM-
BER... THAT GUARD
IS IN FOR TROUBLE
WHEN NICK FURY
LEARNS THAT HE
ADMITTED ME...

BUT THERE'S SO MUCH
AT STAKE!! MUST
FIND OUT!

FOR, IF I'M RIGHT, NOT ONLY I...
BUT ALL OF SHIELD... IS IN
DEADLY DANGER... FROM SOME-
ONE POSING AS AGENT
BRONSON!

AND THAT "SOMEONE"
MAY BE THE SUPREME
HYDRA HIMSELF!

IF I'M WRONG, I'LL HAVE
A LOT OF SWANKING
TO DO! BUT, IF NOT, WE CAN
TAKE HIM BY SURPRISE--
BEFORE HE REALIZES HE'S
DISCOVERED!

THE TECHNICIANS HAVE
FINISHED THEIR WORK...
AND AUTOFAC IS IN READI-
NESS FOR NICK FURY! I
NEED ONLY OPERATE THIS
LEVER BY HAND, AND...

THEN AS LIGHTS FLASH AND CIRCUITS
WHIRR, THE MACHINE CALLED
AUTOFAC WEIGHS AND CALCULATES
THOUSANDS OF PIECES OF ISOLATED
DATA! AND, FINALLY...

THIS CARD...
OF COURSE! NOW I KNOW
WHERE I'VE HEARD THAT
VOICE BEFORE... OBSERVED
THOSE SAME MANNERISMS,
THAT SAME SUPERIOR
ATTITUDE!

BRONSON MUST
BE THE SUPREME
HYDRA... AND THE
SUPREME HYDRA
IS...

THE NEXT SECOND, THE UNWARY
GIRL IS FELLEED BY A DOSAGE OF
CHLOROFORM... AND THE SUDDENLY
SINISTER FORM OF AGENT
BRONSON STANDS OVER HER UNCONSCIOUS
FORM...

YOU LITTLE
FOOL! DID YOU THINK
THAT I COULD FAIL TO
NOTE YOUR
SUSPICIONS
OF ME?

LUCKILY, I
HAD REMAINED
BEHIND IN THE
AUTOFAC
CHAMBER...
TO MAKE
CERTAIN THEY
CAME TO
NOTHING!

BUT NOW, BY COMING HERE,
YOU HAVE PLAYED INTO MY
HANDS!

AND, WITH YOUR
UNWILLING
AID, I SHALL
SHAKE THE VERY
FOUNDATIONS
OF SHIELD...
BEFORE I
UTTERLY
DESTROY IT!

MEANWHILE, IN ANOTHER PART OF THE SHIP, A MONUMENTAL CLASH HURLES TOWARDS A CATAclysmic CLIMAX...

CAN'T TAKE MUCH MORE OF THEM SAMMA RAYS!



THIS ROBOT REPAIR RAY IS MY CHANCE!

IT'S LOADED WITH PAINT FOR REPAIR! THE MULL... PAINT WITH A LEAD BASE!



HERE'S MUD NEVER SAY BUSTER!

IF THAT DON'T SOOP THEM BASTED RAYS NUTHIN' WILL!



SPLAK!



YOU HAVE OBSCURED MY SCANNER ORDS! CAN'T SEE!

HOW ABOUT THAT! THE INSTANT-DRYIN' PAINT COVERED THAT CREEP'S EYES... AND BLINDED HIM!

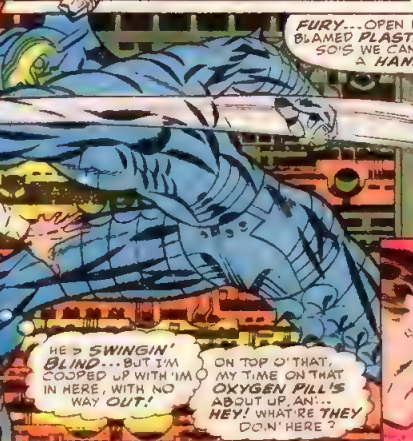


HE'S GROPIN AROUND LIKE A MAN IN THE DARK!

KWAM!



YEEESH! THAT WUZ CLOSE! LOOKS LIKE I AIN'T OUTTA THE WOODS YET!



HE'S SWINGIN' BLIND... BUT I'M COOPED UP WITH 'IM IN HERE, WITH NO WAY OUT!

FURY... OPEN UP THIS BLAMED PLASTI-BARRIER SO'S WE CAN GIVE YOU A HAND!

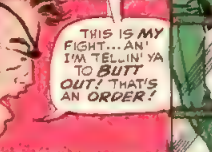
ON TOP O' THAT, MY TIME ON THAT OXYGEN PILL'S ABOUT UP, AN... HEY! WHAT'RE THEY DOIN' HERE?

ONE OF US WILL HAVE TO RUSH TO THE CONTROL ROOM, AGENT DUGAN!

FROM THERE, WE CAN OPEN IT MANUALLY!

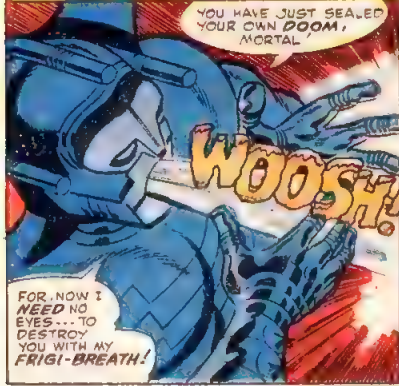


OH NO YA DON'T, YA JAW-FLAPPIN' GOLDBRICKS!



THIS IS MY FIGHT... AN I'M TEL'IN YA TO BUTT OUT! THAT'S AN ORDER!

BUT, IN HIS ANXIETY TO PROTECT HIS FRIENDS FROM DANGER, NICK FURY HAS REVEALED HIS LOCATION TO THE DREADNOUGHT, AND...

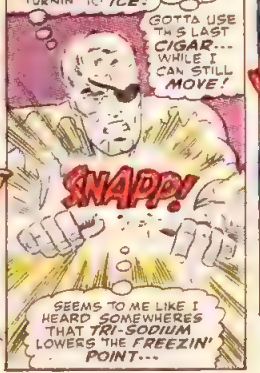


FOR, NOW I NEED NO EYES... TO DESTROY YOU WITH MY FRIGI-BREATH!

YOU HAVE JUST SEALED YOUR OWN DOOM, MORTAL!

WOOSH!

THAT ROBOT'S GOT MORE WAYS TO KILL A MAN THAN CARTER'S WAS TITL PLS! THE MOISTURE IN THE AIR'S... TURNIN' TO ICE!



GOTTA USE THIS LAST CIGAR... WHILE I CAN STILL MOVE!

SNAPP!

SEEMS TO ME LIKE I HEARD SOMEWHERE'S THAT TRI-SODIUM LOWERS THE FREEZIN' POINT...

NOW TO SLUG 'IM WHILE HE'S LEAST EXYCTIN' IT! GOTTA KEEP 'IM OFF-BALANCE!



WOK!

RASH FOOL! DID YOU THINK YOU COULD STUN ME?

UH OH! DIDN'T CLEAR OUT FAST ENUFF! HE'S RIGHT ON TOP OF ME!



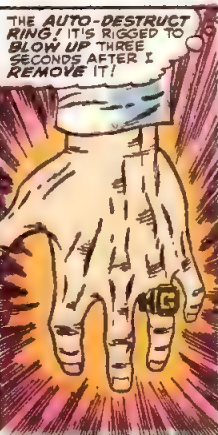
THINK OF THIS, NICK FURY, IN YOUR LAST, FLEETING SECONDS OF LIFE...

THUS SHALL PERISH SHIELD... AND ALL WHO OPPOSE THE INVINCIBLE POWER OF... HYDRA!

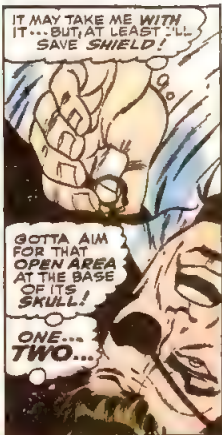
HE'S POISED FOR THE KILL!

WAIT! I JUST RE-MEMBERED! I DO HAVE ONE MORE WEAPON...

HAIL HYDRA!



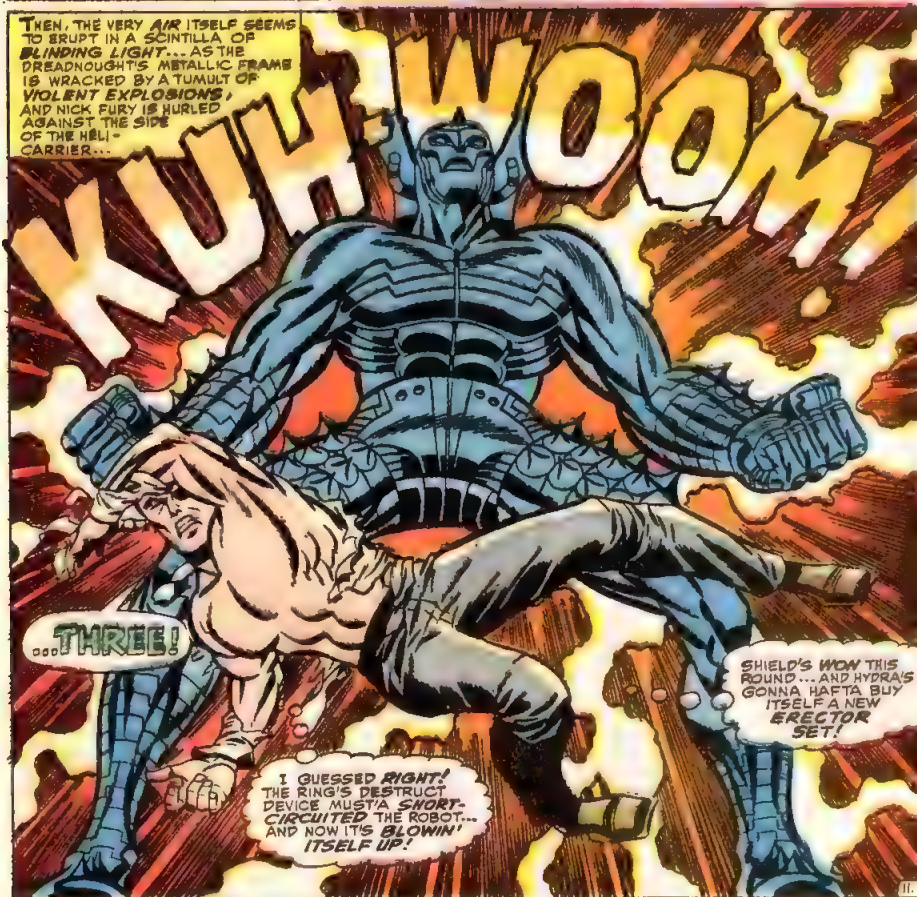
THE AUTO-DESTRUCT RING! IT'S RIGGED TO BLOW UP THREE SECONDS AFTER I REMOVE IT!



IT MAY TAKE ME WITH IT... BUT, AT LEAST I'LL SAVE SHIELD!

GOTTA AIM FOR THAT OPEN AREA AT THE BASE OF ITS SKULL!

ONE... TWO...



THEN, THE VERY AIR ITSELF SEEMS TO ERUPT IN A SCINTILLA OF BLINDING LIGHT... AS THE DREADNOUGHT'S METALLIC FRAME IS WRACKED BY A TUMULT OF VIOLENT EXPLOSIONS, AND NICK FURY IS HURLED AGAINST THE SIDE OF THE HELI-CARRIER...

KUH WOOOM!

...THREE!

I GUESSED RIGHT! THE RING'S DESTRUCT DEVICE MUST'VE SHORT-CIRCUITED THE ROBOT... AND NOW IT'S BLOWN ITSELF UP!

SHIELD'S WON THIS ROUND... AND HYDRA'S GONNA HAF TA BUY ITSELF A NEW ERECTOR SET!

A SHORT TIME LATER, IGNORING THE WELL-MEANING ADVICE OF THE SHIP'S MEDICOS, THE SHIELD RAMROD LEADS HIS SMALL, TRUSTED COTERIE TOWARDS... THE AUTOFAC CHAMBER!

COLONEL FURY, SIR... WHAT ARE YOU DOING UP AND ABOUT?

WE HEARD YOU WERE CONFINED TO SICK BAY AFTER THAT BATTLE WITH THE HYDRA ROBOT!

I AIN'T GOT TIME TO GIT MY TEMPERATURE TAKEN, SOLDIER... NOT WITH SUPREME HYDRA ON THE LOOSE!

ONLY THING IS, I WONDER WHERE LAURA BROWN IS! I WANTED HER IN ON THIS LITTLE CLAMBAKE!

SHE SEEMS TO HAVE VANISHED, SIR... WHILE YOU WERE FIGHTING THE DREAD NOUGHT!

WELL, I'LL CLUE 'ER IN ON THE DETAILS, LATER!

RIGHT NOW, WE GOTTA FIND OUT IF THAT MECHANIZED STOOL PIGEON CAN TELL US WHO SUPREME HYDRA IS... BEFORE IT'S TOO LATE!

BUT, AS NICK FURY ACTIVATES THE ENORMOUS ULTRA-COMPUTER, HE IS NOT PREPARED FOR THE ASTONISHING ANSWER IT GIVES...

COLONEL... LOOK!

AUTO-FAC SAYS THE SUPREME HYDRA IS... MISS BROWN!

CAN IT BE POSSIBLE, COLONEL?

I WOULDN'TA THOUGHT SO, BRONSON...

BUT NOW... I AIN'T SO SURE!

IF I MAY, SIR... WHAT ABOUT THE ATTEMPTS HYDRA AGENTS MADE TO KILL HER? SURELY...

THEY COULDA BEEN FAKED... SO WE'D TAKE HER ABOARD THE HELI-CARRIER!

BUT, COLONEL... THE ROBOT CAME FROM OUTSIDE THE SHIP.

THEN... AT THIS VERY MOMENT... SHE MAY BE PLANNING SOME NEW ACT OF SABOTAGE THAT MIGHT DESTROY SHIELD!

JUST THEN... WE CHECKED THE FORCE FIELD MECHANISM, COLONEL... AND YOUR SUPPOSITION WAS CORRECT!

THE SCREEN WAS TURNED OFF TO ALLOW THE ROBOT'S ENTRY... TURNED OFF BY SOMEONE ON THE SHIP ITSELF!

THAT CLINCHES IT! IT MUST'A BEEN THE GIRL... SHE'S BEEN STRINGIN' US ALONG LIKE SO MANY SAPS!

A PERSON IS INNOCENT UNTIL PROVEN GUILTY, SIR! BESIDES, YOU SAID SHE ONCE SAVED YOUR LIFE! *

SHE MUST HAVE BETRAYED HER OWN FATHER... SO THAT SHE COULD INHERIT THE MANTLE OF SUPREME HYDRA!

ALSO, SIR... THE SENTRY SAYS MISS BROWN GAINED ENTRANCE TO THIS SECTION EARLIER... AND HASN'T BEEN SEEN SINCE!

SHE MUST'A WANTED TO MONKEY WITH AUTOFAC...

* AND SO SHE DID... IN STRANGE TALK #139!... STRAIGHT-1 FORWARD STAN-

BUT, WE MUST'A SHOWED UP AT THE WRONG TIME... AN' SHE HADTA TAKE IT ON THE LAM!

WE'LL FIND 'ER... IF WE HAFTA TEAR THIS WHOLE BLASTED SHIP APART!

WE'LL TRY, COLONEL! BUT, THERE MAY NOT BE MUCH TIME...!

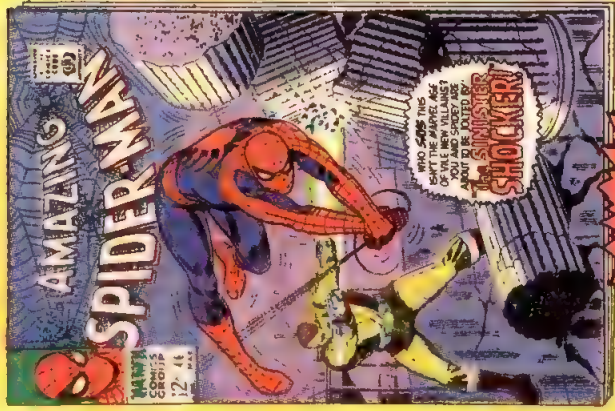
IN FACT, I KNOW THERE ISN'T, YOU FOOL! THE DREAD-NOUGHT WAS A DECOY... INTENDED TO KILL YOU AND MAKE EASIER MY ACCESS TO AUTOFAC!

SINCE YOU SURVIVED, HOWEVER, MY VENGEANCE WILL NOW BE THAT MUCH SWEETER!

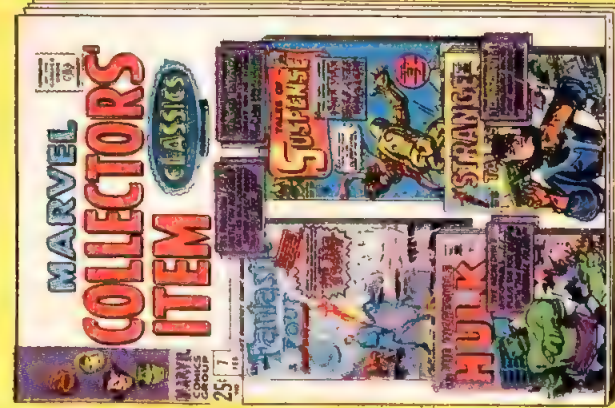
FOR, SOON I SHALL DESTROY BOTH YOU AND LAURA BROWN... PERSONALLY!

NEXT: THE PLAN!

MORE MARVEL MASTERPIECES...



**NOW
ON SALE!**





NORMAN ROCKWELL—America's most beloved artist. He is a founder and member of the Guiding Faculty of the Famous Artists Schools.

"We're looking for people who like to draw"

says **NORMAN ROCKWELL**

Today hundreds of men and women who never thought they could be artists are working at easels and drawing boards, making pictures and getting well paid for it. They all can thank a group of famous artists who have devoted much of their time and talent to helping others find success in art.

Some of the People the Famous Artists Have Helped

Carl Koch was an 18 year old apprentice in a Chicago art studio when he enrolled. Today he prepares ads for such companies as General Motors and Firestone—has won five gold medals.

Howard Sanden of Minneapolis took the Course while still in high school. He is now a successful artist—last year he and his wife traveled through Europe and the Middle East on important art assignments.

Paul Sullivan enrolled at 14. His Famous Artists training helped him work his way through college.

Stan Bowen, father of three children, was trapped in a dull, low-paying job. By studying with FAS he

became a sought-after illustrator, has opened his own studio.

With Famous Artists training Rosemary Roberts was hired by a top department store as an artist—with a big chance to advance.

Oregon housewife Helen Tryk lives 150 miles from the nearest big city. But she does fashion illustration, has her own studio, runs an art workshop, does portraits.

A Plan to Help Others

It started over 18 years ago when a group of America's most successful artists—men like Albert Dorne, Norman Rockwell, Jon Whitcomb, Al Parker and Stevan Dohanos—met in New York City. They knew that all over America there were people who liked to draw who could be turned

into good artists. Albert Dorne asked, "Why can't we give these people the training they need—including all the trade secrets and know-how we've learned over the years?"

He suggested a new kind of art school—a home study art school—that would give talented people the best professional art training, no matter where they live.

The famous artists agreed. Taking time from their busy careers, they created a remarkable series of art lessons covering every aspect of drawing and painting. They illustrated their lessons with over 5,000 "here's-how" illustrations. The lessons start from scratch and cover every skill a top artist needs. Finally, they developed a wonderful way to give each student personal correction and advice all through his training.

The famous artists with the School are not surprised at the success of their students. The opportunities open to successful artists today are enormous. The School continually gets calls from all over the country asking for practical well-trained students—not geniuses—who can step into full-time or part-time art jobs. And practical, thorough training is what the School offers.

Famous Artists Talent Test

To find others with art talent worth developing, the Famous Artists created a 12-page talent test. Thousands paid to take this test, but now the School offers and grades it free. Men and women who do well on the test—or offer other evidence of art talent—may enroll in the School. But there's no obligation. Simply mail the coupon below.

.....

☐ **Famous Artists Schools**
Studio 5252, Westport, Conn.

☐ I would like to find out whether I have art talent worth developing. Please send me, without obligation, your Famous Artists Talent Test and information about your courses.

☐ Mr. ☐ Mrs. ☐ Miss ☐ Age

☐ Circle one and please print

☐ Street

☐ City

☐ State Zip

.....

FOUNDING FACULTY OF FAMOUS ARTISTS SCHOOLS

| | |
|-----------------|--------------------|
| NORMAN ROCKWELL | FRED LUDEKENS |
| JON WHITCOMB | BEN STAHL |
| AL PARKER | ROBERT FAWCETT |
| STEVAN DOHANOS | AUSTIN BRIGGS |
| GEORGE GUSTI | HAROLD VON SCHMIDT |
| PETER HELCK | ALBERT DORNE |

Dr. STRANGE MASTER OF THE MYSTIC ARTS!

"CLEA MUST DIE!"



ATTEND YE THESE WORDS,
O TRUE BELIEVER, FOR
THEY BE THE FABRIC OF
WONDERMENT!

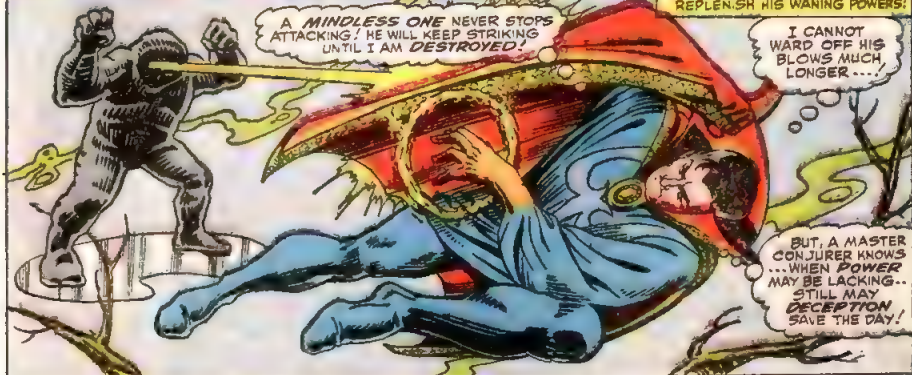
ALONE AND UNAFRAID,
DR. STRANGE HAS
DARED INVADE THE DREAD-
ED DIMENSIONAL REALM
OF THE UNSPEAKABLE
UMAR, IN A DESPERATE
EFFORT TO RESCUE THE
FAIR CLEA FROM THE
EVIL ENCHANTRESS!

BUT, INSTEAD OF THE
LOVELY CAPTIVE, HE FINDS
HIMSELF TRICKED INTO
CONTACT WITH A MURDER-
OUS MINDLESS ONE...

A MYSTIC
MARVEL
MASTERWORK BY:
STAN and MARIE
LEE "SEVERIN"
LETTERED BY:
SAM ROSEN

AND NOW, AS SURELY AS THE EYE OF AGAMOTTO GLEAMS,
SO SURELY DOES OUR ENCHANTED EPIC THUS TAKE FORM BEFORE
OUR DAZZLED EYES...

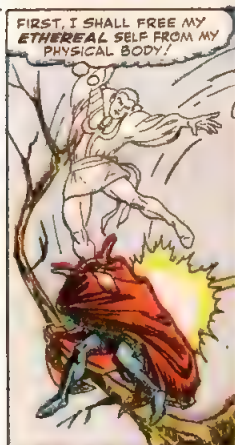
WEAK AND DRAINED OF HIS MYSTIC ENERGIES BY THE BATTLE HE HAS JUST CONCLUDED, DR. STRANGE KNOWS HE MUST HAVE TIME... TIME TO REPLENISH HIS WANING POWERS!



A MINDLESS ONE NEVER STOPS ATTACKING! HE WILL KEEP STRIKING UNTIL I AM DESTROYED!

I CANNOT WARD OFF HIS BLOWS MUCH LONGER...

BUT, A MASTER CONJURER KNOWS... WHEN POWER MAY BE LACKING... STILL MAY DECEPTION SAVE THE DAY!



FIRST, I SHALL FREE MY ETHEREAL SELF FROM MY PHYSICAL BODY!



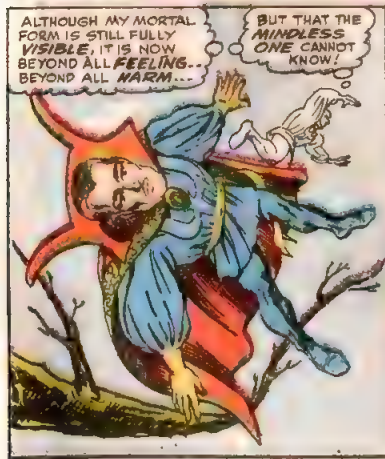
AND THEN, BEFORE MY MORTAL FORM CAN FULLY CRUMBLE, I QUICKLY RETURN...

WITH THE ADDED POWERS OF MY ASTRAL IMAGE!



POWERS WHICH ENABLE ME TO MAKE MY MORTAL BODY NAUGHT BUT A SHADOWY SHELL... TO SERVE AS DECOY FOR THE MINDLESS ONE!

...WHILE I, IN ETHEREAL FORM, AWAIT THE STRENGTHENING OF MY VANISHED ENERGIES!



ALTHOUGH MY MORTAL FORM IS STILL FULLY VISIBLE, IT IS NOW BEYOND ALL FEELING... BEYOND ALL HARM...

BUT THAT THE MINDLESS ONE CANNOT KNOW!

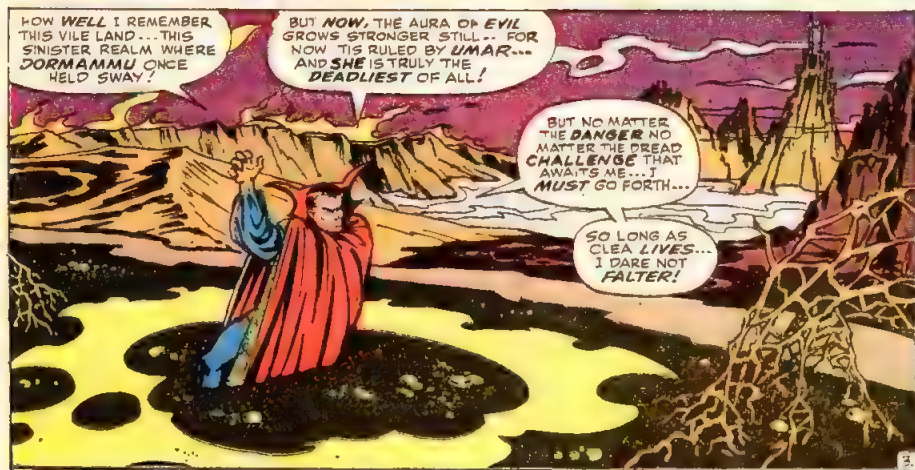
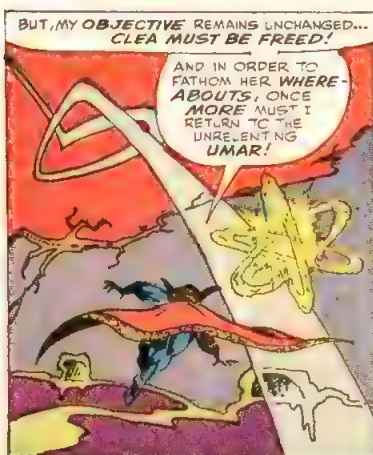
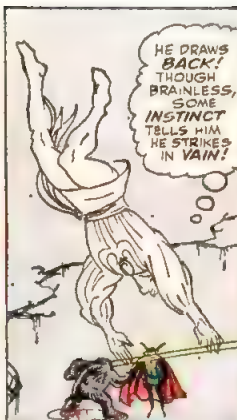


UMAR HAS MADE HER GRAVEST MISTAKE BY ASSUMING I WAS DOOMED AND THUS LEAVING THE SCENE WITHOUT A BACKWARD GLANCE!

A MONUMENTAL MISTAKE WHICH SHE WILL LIVE TO DEARLY REGRET!



THE MINDLESS ONE CONTINUES TO STRIKE AT MY INVULNERABLE BODY... GROWING MORE MYSTIFIED WITH EACH FUTILE BLOW!



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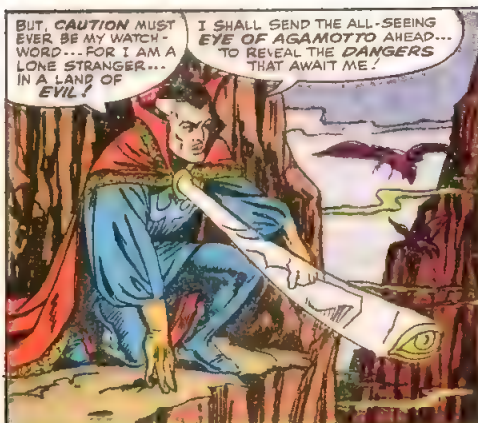
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MYSTIC STAMPCO Camden 3, New York

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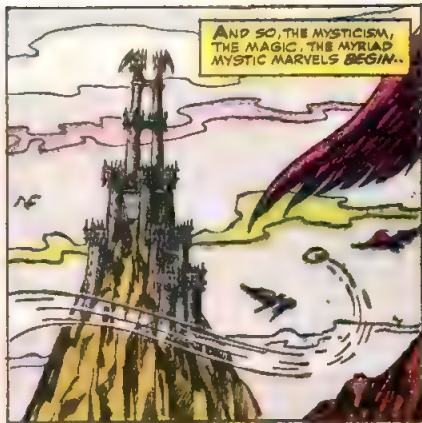
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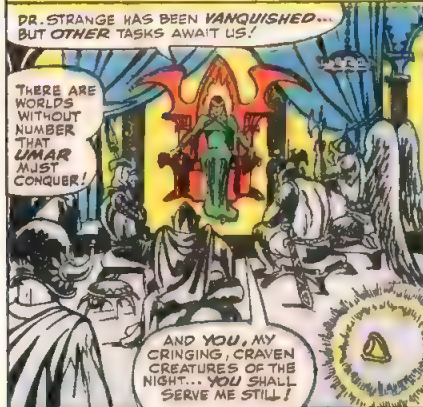
BUT, CAUTION MUST EVER BE MY WATCH-WORD...FOR I AM A LONE STRANGER...IN A LAND OF EVIL!

I SHALL SEND THE ALL-SEEING EYE OF AGAMOTTO AHEAD...TO REVEAL THE DANGERS THAT AWAIT ME!



AND SO, THE MYSTICISM, THE MAGIC, THE MYRIAD MYSTIC MARVELS BEGIN...

SECONDS LATER, WITHIN THE CAVERNOUS CASTLE, THE ENCHANTED EYE BEHOLDS...



DR. STRANGE HAS BEEN VANQUISHED... BUT OTHER TASKS AWAIT US!

THERE ARE WORLDS WITHOUT NUMBER THAT UMAR MUST CONQUER!

AND YOU, MY CRINGING, CRAVEN CREATURES OF THE NIGHT... YOU SHALL SERVE ME STILL!



NEVER WILL I REST UNTIL ALL WHO LIVE ARE IN MY POWER! EACH DIMENSION...IN ITS TURN... MUST BE GROUND BENEATH THE HEEL OF UMAR!

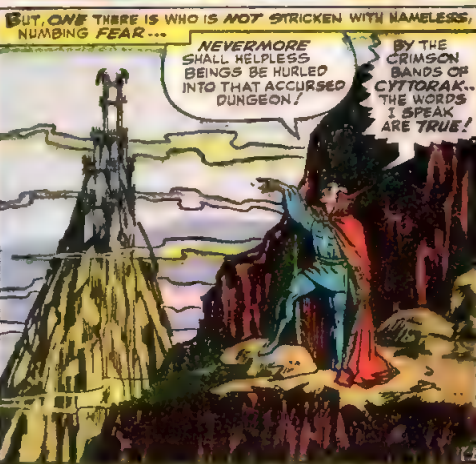
AND, ANY WHO FAIL ME, MUST BE PREPARED TO PAY THE TERRIBLE PRICE!

SO SPEAKS UMAR!



AND, FOR THOSE WHO DO NOT CHOOSE TO BELIEVE... BEHOLD THE DUNGEON OF THE DOOMED...WHERE ALL WHO OPPOSE ME AWAIT THEIR FINAL FATE!

THUS IT WAS IN THE DAY OF DORMAMMU... SO IT IS IN THE REIGN OF UMAR!



BUT, ONE THERE IS WHO IS NOT STRICKEN WITH NAMELESS, NUMBING FEAR...

NEVERMORE SHALL HELPLESS BEINGS BE HURLED INTO THAT ACCURSED DUNGEON!

BY THE CRIMSON BANDS OF CYTTORAK... THE WORDS I SPEAK ARE TRUE!

GUIDED BY HIS ALL-SEEING MYSTIC EYE, THE MASTER OF BLACK MAGIC REACHES THE DREADED DUNGEON WITHIN MINUTES! AND THEN...

I HAVE FOUND THE PERILOUS PIT OF WHICH UMAR SPOKE...

BUT, A COATING OF LIQUID FIRE GUARDS IT FROM THOSE WHO WOULD INTRUDE...

AND, FROM THOSE WHO WOULD ESCAPE, AS WELL!

YET A SIMPLE SPELL CAN GIVE MY CLOAK THE POWER TO PROTECT ME!

THIS, SHIELDED BY ITS ENCHANTMENT I PASS EFFORTLESSLY THROUGH BOTH THE FLAME, AND THE BOILING VAPORS...

BUT, ANOTHER DANGER NOW CONFRONTS ME!

SO DEEP IS THE PIT... SO VIOLENT ARE THE CURRENTS OF PUNGENT AIR... THAT THEY CREATE AN IRRESISTIBLE SUCTION... WHICH NO LIVING BEING CAN WITHSTAND!

FASTER AND FASTER I FEEL MYSELF BEING DRAWN TOWARD THE BOTTOM... SWIRLING HELPLESSLY, LIKE A LEAF CAUGHT IN A WHIRLPOOL'S TIDE!

I MUST NOT LOSE CONSCIOUSNESS! I MUST SAVE MYSELF... FROM THE FINAL FLUNGE!

ONLY THE SPELL OF THE SERAPHIM CAN AID ME NOW!

IT IS DONE!

THOUGH MY CLOAK OF LEVITATION WAS NOT THE POWER TO RESIST THE MYSTIC SUCTION...

THE SHINING CIRCLE OF THE SERAPHIM PROTECTS ME IN A RING OF ANTI-FORCE!

AND THEN, AT LAST...

THEY TURN FROM ME IN FEAR... BELIEVING ME TO BE AN AGENT OF THE UNSPEAKABLE UMAR!

ALL... SAVE THE SILENT FIGURE IN THE SHADOWS... WHO MOVES NOT AT ALL! HE SEEMS SOMEHOW DIFFERENT FROM THE REST!

BUT TIME ENOUGH LATER FOR SUCH MUSINGS! NOW, THERE IS WORK TO BE DONE!

WITH ONE MYSTIC WAVE OF HIS HAND THE MASTER SORCERER CONJURES UP AN IMAGE OF THE VANISHED CLEA...

DO NOT FEAR!
I MEAN NO HARM!

BEHOLD THIS FEMALE!
GAZE WELL AT HER
VISAGE!

I MUST FIND HER!
WHO AMONG YOU
HAS SEEN THIS
FACE?

SPEAK...
I COMMAND
YOU!

WE DARE
NOT SPEAK!

BUT HE WILL
TELL YOU...
MUST ASK HIM...
ONLY HIM!

IT IS THE
ONE WHO
STANDS
ALONE!

THOUGH I KNOW NOT WHO
YOU ARE, IF YOU HAVE
SEEN THE FAIR CLEA,
THEN TIS YOU I
SEEK!

HE
BEGINS
TO TURN...
MY WORDS
HAVE BEEN
HEARD!

HE DOES NOT SPEAK!...WH
MAKES NO SOUND!

AND YET I SENSE A
MYSTIC AURA OF KNOW-
LEDGE ABOUT HIM!

BUT WHO...OR
WHAT CAN HE BE?

HE IS KNOWN ONLY
AS... VERITAS!

VERITAS!
THE LEGENDARY
EMBODIMENT
OF TRUTH
'NCARNATE!

BUT HOW COULD
UMAR IMPRISON
ONE SUCH AS HE?

NONE MAY IMPRISON VERITAS! THE
SILENT ONE COMES AND GOES AT WILL!

HE SEEKS TO ENSHROUD ME
WITHIN HIS CLOAK! AND YET...
I FEEL NO FEAR!

DO AS YOU WILL,
SPECTRAL ONE!
DR. STRANGE
CANNOT BE
HARMED BY
TRUTH!

THE STRANGER
HAS VANISHED
RENEATH THE CAP
OF VERITAS!

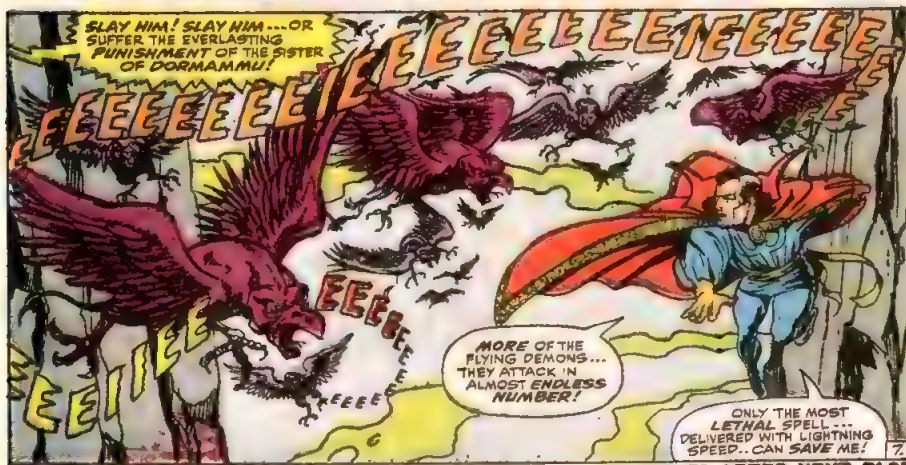
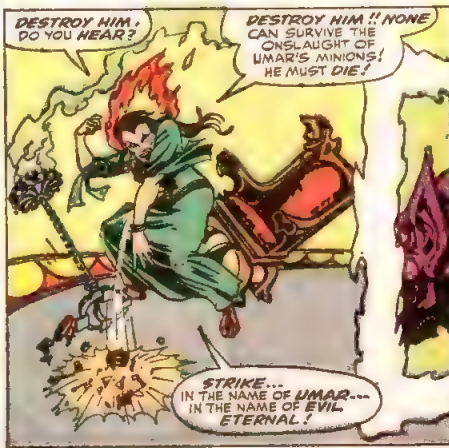
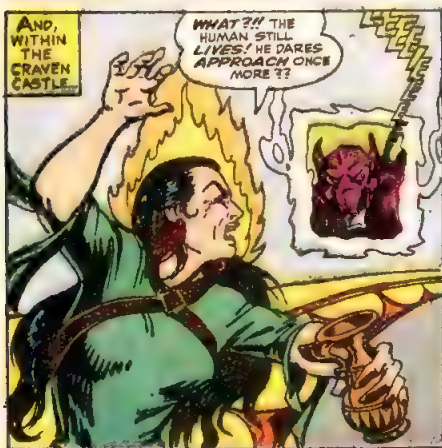
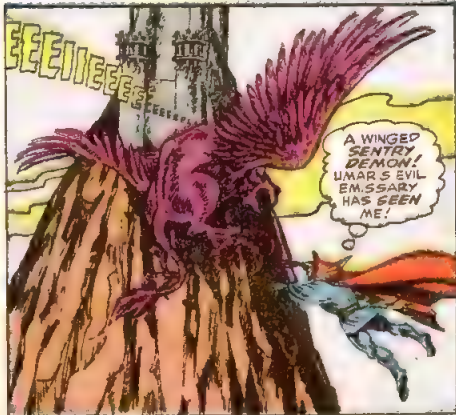
NONE MAY FATHOM THE
PURPOSE OF THE SILENT ONE!
NOR MAY ANY BEHOLD HIS
FACELESS FACE!

THE CLOAK DRAWS
OPEN! THE INTRUDER
STILL LIVES! BUT...
WHAT NOW...?

THEY RISE...
AS THOUGH
WEIGHTLESS!
VERITAS HAS
TAKEN THE
STRANGER
CAPTIVE!

NAY! NOT SO! GUIDED BY THE SHROUDED
ONE, THE STRANGER LEAVES MOST
WILLINGLY!

ONLY YOU
MAY REVEAL THAT
WHICH I MUST KNOW!
ONLY YOU CAN GUIDE
ME TO THE HIDDEN CLEA!



CONTINUED AFTER NEXT PAGE



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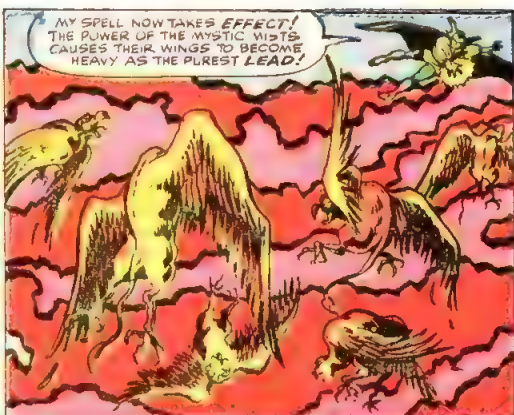
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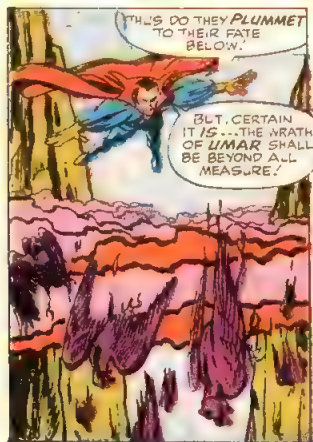


BY THE SEVEN RINGS OF RAGGADORR!
BY THE POWER OF DARK AND GLOOM...
LET THE MYSTIC MISTS OF MUNNUPOR
SEND YON DEMONS TO THEIR DOOM!

IN THE NAME OF THE
ALL-SEEING--
IN THE NAME OF
THE **ALL-KNOWING--**
IN THE NAME OF THE
ALL-FREEING--
LET THE MISTS BE
EVER GROWING!

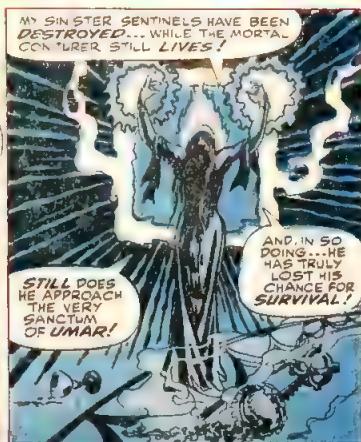


MY SPELL NOW TAKES EFFECT!
THE POWER OF THE MYSTIC MISTS
CAUSES THEIR WINGS TO BECOME
HEAVY AS THE PUREST LEAD!



THUS DO THEY PLUMMET
TO THEIR FATE
BELOW!

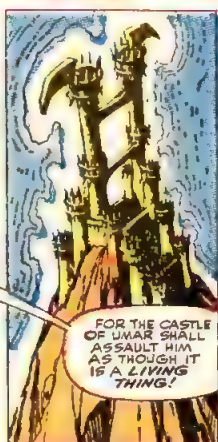
BUT, CERTAIN
IT IS...THE WRATH
OF UMAR SHALL
BE BEYOND ALL
MEASURE!



MY SINISTER SENTINELS HAVE BEEN
DESTROYED... WHILE THE MORTAL
CONQUEROR STILL LIVES!

STILL DOES
HE APPROACH
THE VERY
SANCTUM
OF UMAR!

AND, IN SO
DOING...HE
HAS TRULY
LOST HIS
CHANCE FOR
SURVIVAL!



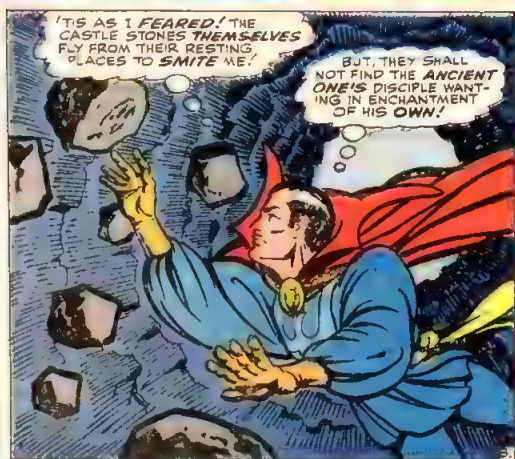
FOR THE CASTLE
OF UMAR SHALL
ASSAULT HIM
AS THOUGH IT
IS A LIVING
THING!



THE VERY WALLS WHICH STAND BEFORE
ME ARE FILLED WITH ENCHANTMENT!

EVEN AS I DRAW
NEAR... THEY SEEM
TO PART... FORM-
ING AN EERIE
ENTRANCE...

AN ENTRANCE
TO THE
GREATEST
DANGER I
HAVE EVER
KNOWN!



'TIS AS I FEARED! THE
CASTLE STONES THEMSELVES
FLY FROM THEIR RESTING
PLACES TO SMITE ME!

BUT, THEY SHALL
NOT FIND THE ANCIENT
ONE'S DISCIPLINE WANT-
ING IN ENCHANTMENT
OF HIS OWN!



NO MORE HURLING
ROCKS CAN PIERCE
THE DEFENSES OF THE
MASTER OF THE
MYSTIC ARTS

SECONDS LATER, THE GREATEST MORTAL SORCERER OF
ALL ENTERS THE FEARSOME, SHADOWY CORRIDOR WHICH
LEADS TO... THE UNSPEAKABLE FEMALE WHO HAS SWORN
TO DESTROY HIM...!

HEAR ME, UMAR! I
HAVE DEFEATED YOUR
EVERY THREAT...
EVADED YOUR
EVERY TRAP!

AND NOW, I
RETURN FOR
THE FINAL
TASK...

...TO RID THE UNI-
VERSE OF THE
DEMONIAC EVIL
YOU WOULD UNLEASH
UPON WORLDS
WITHOUT END?

STAND YOU
FORTH, SISTER
OF DORMAMMU!

YOUR TIME OF
TRIAL HAS
COME!



UNUTTERABLE
FOOL! YOU HAVE
NO PEER UPON THE
INFINITESIMAL
EARTH...

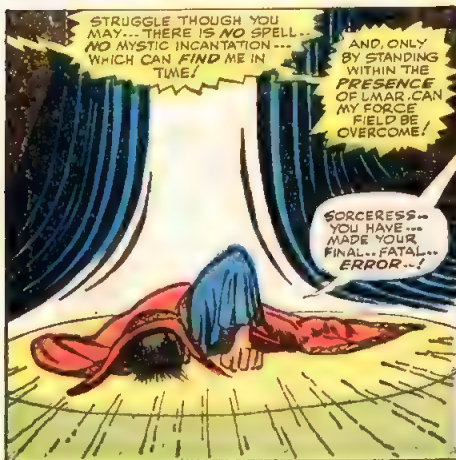
BUT I... THE UNMATCHABLE
UMAR... AM MISTRESS
OF POWER IN LO. THESE
COUNTLESS WORLDS!

A THOUSAND
SUCH AS YOU WOULD
NOT EVEN GIVE ME
PAUSE!



WITH BUT ONE
SWEEP OF MY
HAND, I UNLEASH
A COLUMN OF PHANTAS-
MAGORIC FORCE
WHICH SHALL CRUSH
YOU TILL YOU
BREATHE NO
MORE!

SHOOON!



STRUGGLE THOUGH YOU
MAY... THERE IS NO SPELL...
NO MYSTIC INCANTATION...
WHICH CAN FIND ME IN
TIME!

AND, ONLY
BY STANDING
WITHIN THE
PRESENCE OF UMAR, CAN
MY FORCE FIELD BE
OVERCOME!

SORCERESS...
YOU HAVE...
MADE YOUR
FINAL... FATAL...
ERROR...!



...WHILE YOU ATTACKED
ME... THERE IS ANOTHER...
WHO HAS ENTERED YOUR
CHAMBER!

YOU LIE! YOU
SEEK TO DISTRACT ME!
BUT NONE CAN
DECEIVE THE UN-
CONQUERABLE
UMAR!

ONLY SCANT
SECONDS REMAIN...
BEFORE YOU ARE
REDUCED TO A
LIFELESS CADAVER!

BUT THEN, THE MISTRESS OF MAGIC MOST EVIL
SENSES THE SILENT SHAPE BEHIND HER... AND,
THROWING CAUTION TO THE WIND... SHE SPINS
AROUND, ONLY TO SEE...

VERITAS!

THEN...
THE MORTAL
DID NOT
SEEK TO
TRICK ME!

NO! NO! YOU MUST NOT
OPEN YOUR ACCURSED
CLOAK... 'TIS THE ONE
THING I FEAR!

I CANNOT BEAR TO GAZE
UPON THAT WHICH SHALL BE
REVEALED!

I CANNOT BEAR THE AWE-
SOME SIGHT OF UMAR...
AS I REALLY EXIST... IN
TRUTH!

AWAY! AWAY...
ERE I GO MAD!

MY PLAN **SUCCEEDED!**

SO **SHOCKED** WAS
UMAR... BY THE SUPPEN
SIGHT OF VERITAS...
THAT SHE LOST CONTROL
OF HER PILLAR OF
FORCE!

THUS,
I AM
FREE
ONCE MORE!

FREE TO DO WHAT
MUST BE DONE!

YOU! THOUGH YOU HAVE SAVED YOURSELF ONCE MORE, YOU
HAVE GAINED NAUGHT BUT TIME!

YOUR POWER STILL CANNOT COMPARE
WITH MINE... YOU HAVE BUT WON A
BRIEF DELAY... IN YOUR
DATE WITH DEATH!

LIFE IS BUT A
FLEETING
DREAM...

'TIS ONLY THE
USE WE PUT IT TO
THAT MATTERS!

MINE IS
COMMITTED TO FREE-
ING CLEA FROM YOUR
CLUTCHES!

THAT IS WHY
I BOUGHT ENTRY...
TO FIND YOUR
MYSTIC SCREEN!

LET THE IMAGE OF CLEA APPEAR... THAT I
MAY LEARN AT LAST WHERE SHE IS TO BE
FOUND!

NEVER! YOU
SHALL **NEVER**
HAVE HER!

BACK,
CREATURE OF EVIL!
YOUR SPELLS
SHALL NOT
STOP ME
NOW!

THE FINAL
VICTORY SHALL
STILL BE MINE...

THERE IS ONE
FATE FROM WHICH
NOT EVEN YOU
CAN LIBERATE
HER...

NONE CAN RETURN
FROM THE SILENT HALLS
OF DEATH...

AND SO... NOW...
BY MY HAND...

**CLEA
DIES!!**

ZAMMM

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STRANGE MAILS

Dear Stan,

Allow me to be the first to congratulate you on your most recent Marvel masterpiece, *STRANGE TALES* #150. With the introduction of Uma, the unrelenting sister of Dormammu, you have opened up all sorts of outstanding original avenues of plot development. Before long we could have the Son of Dormammu, the great-great-uncle of Dormammu, the third cousin of Dormammu, and the mother-in-law of Dormammu. And who knows, if this keeps up, we may even see the story which would promise to be the classic of the century—the Hound of the Dormammus! (Or, who says this isn't the Marvel age of sarcastic fan letters?)

Bruce Long, 8362 DeCosta Ave.
Whittier, Calif. 90606

Jeeppers, Bruce boy—if you hadn't added that last sentence we'd never have known you were being sarcastic! We were too busy jotting down all your suggestions and thinking how great they were! In fact, Marie's already done a costume design for Dormammu's mother-in-law! But, tell us one thing, faithful one—how'd you find out about the Hound of the Dormammus? We were keeping him under wraps to surprise Marveldom with later on! Now you've spoiled everything! But, we're still one jump ahead of you—you haven't mentioned anything about Dormammu's Uncle Sidney, on his father's side! Just wait'll you meet him! (Who says this isn't the Marvel Age of "If you can't lick 'em, join 'em"!)

Dear Stan,

Just a letter to reassure you that the U. S. Navy backs you all the way with your successful comic publications. My current home is on the Heavy Cruiser USS *Neuport* and when your magazines come out each month, I buy them and eventually they find their way around the Division. I've been reading *STRANGE TALES* for a year now, and am sorry I missed the first parts of Nick Fury, Agent of Shield. That's why we're sending in for a subscription. All your books are fabulous, but Shield is super-colossal! The Diamond Key backs you all the way! Keep up the good work—you're in a class of your own!

Kenneth Sneyd, 9155735, Echo Division
USS Newport News, c/o FPO, New York, N.Y. 09501

One thing's for sure, Ken—we're flattered as all get-out! Of course, Brand Echh probably thinks we're in a class of our own, too—but we sort'a suspect they don't quite mean the same thing as you! Anyway, there's one thing we're really appreciate—when you get a minute, how about eluding us in to the meaning of "Echo Division" in your address? We've been wondering about it since receiving your letter. And, while we're waiting, here's a salute to the Diamond Key—and to the great gods who help protect our freedom throughout the seven seas! You guys are the best!

Dear Stan,

You're outdone yourselves! Of all the mighty Marvel triumphs, Shield is the biggest. Bringing Hydra back was a stroke of genius, but one thing bothers me. Shield must be able to locate almost anybody, right? So why don't they find the original Imperial Hydra's daughter? She'd make a dandy Agent of Shield, and she must know a lot about the inner workings of Hydra. By the way, why the change from "Imperial" Hydra to "Supreme" Hydra? I keep thinking there must be some deep, profound reason, but so far I haven't found it. Keep Jasper Sitwell just as he is. I think he's the greatest thing since the MMS, but don't let him replace Fury. One last thing—since Dr. Strange seems to have no trouble conjuring up money in issue #151—how

come he couldn't pay his pharmacy bill in issue #147? Anyway, may magnificent Marvel always be the greatest!

Karen Bower, 15th & Grant
Port Townsend, Wash. 98369

How can we be when you put us under the grill that way, Karen? Anyway, we might as well take a deep breath and try to wrestle with your questions, in our usual supremely inept manner! As you know by now, Shield did find Hydrie's daughter—although keeping her found is liable to be another problem! And, the deep, profound reason which you sought to explain our changing "Imperial" Hydra to "Supreme" Hydra (and back again, ad nauseum) is simply that we can never remember which word we started with! So, we'll let him use both titles—just like a king is sometimes called "Your Highness", and sometimes "Your Majesty". Unfortunately, we can't answer your question about Dr. Strange conjuring up that money because we've run out of room—as well as not knowing the answer! And now, we'll gather up our magic amulets and steal away in the night before anyone thinks of another question! Let's see now—where'd we put our Cloak of Levitation? Oh, that's right—we sent it out to be dry-cleaned!

Dear Stan,

STRANGE TALES #151 was too much! Now you've made *STRANGE TALES* one of my favorite mags. Please leave Jim Steranko on Shield. He can really draw action! I don't know why, but you always change the Shield artists. Everyone wants Kirby but he already has three strips to do. You've had countless pencillers and inkers just this year! It was just as fouled up last year. If you ask me, Steranko is better than all of them. The stories on Shield have improved greatly over the earlier part of this year. This story had a great cliff-hanger, and I hope you handle it right next issue. Dr. Strange is very good, too. I'm going to close my letter with a bang, and reveal the greatest secret of all time—Irvine Forbush is San Lee's real name!

Bill Moham, 2501 Washington St.
Wilmington, Dela. 19802

Uh uh, Bill—Irvine Forbush isn't even Irving Forbush's real name! Or maybe it is—we just tossed that in to confuse you. Actually, Stan is really Stan—Jack is really Jack—Jim is really Jim—and Marie is really a pussycat! We're not sure that the world is quite ready to learn the senses-staggering secret of Honest Irv yet—but when that joyous day arrives—when mankind truly comes of age—then, by the Hoary Hosts of Hoggoth . . . we'll probably have forgotten all about it!—There! We're glad we had the opportunity to tell you why we've had so many artists drawing SHIELD in the past! If there's anything else puzzling you—welcome to the club!

NEXT ISH: Brace yourself for the biggest black-bustin' issue yet, as the sinister Supreme Hydra turns some of Shield's most trusted agents against Nick Fury himself — while the fantastic hell-carrier goes out of control! And, if that's not enough to grab you, we'll see you see how our ol' Master of the Mystic Arts goes into action because of poor Clea's fatal by the way, don't be too surprised at what will happen to Clea, either! We can't tell you any more without giving the whole mishmash away, but, in the hallowed, time-honored words of the venerable Ancient One — "Latch onto *STRANGE TALES* #155, cats — it'll hitcha where ya live!" (Well, did you think he goes around reciting chants all day?) See you next ish, O Keeper of the Flame!

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